

# SHARATKUMAR K SHETTY & ASSOCIATES

PRACTISING COMPANY SECRETARY

(B.Com,ACS,LLB)

Mob: +919820746792

Office Address: L-111, Dreams Mall, LBS Marg,  
Bhandup West, Mumbai -400078

FORM No. MGT-13

## Consolidated Report of Scrutinizer

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20(4) (xii) and 21(2) of the Companies (Management and Administration) Rules, 2014 as amended]

To,

**The Chairperson of the 55<sup>th</sup> Annual General Meeting of the Shareholders of National Standard (India) Limited held on Monday, September 24, 2018 at 3.00 p.m. at 8<sup>th</sup> Floor, Lodha Excelus, Apollo Mills Compound, N. M Joshi Marg, Mahalaxmi, Mumbai-400011.**

Dear Madam,

1. I, Sharatkumar Shetty, Company Secretary in Practice and Proprietor, Sharatkumar Shetty & Associates, Practising Company Secretary, Mumbai have been appointed as Scrutinizer by the Board of Directors of National Standard (India) Limited ("Company") for the purpose of scrutinizing remote e- voting process and voting through ballot process in a fair and transparent manner and ascertaining the requisite majority for passing of resolutions as mentioned in notice dated May 22<sup>nd</sup>, 2018 convening 55<sup>th</sup> Annual General Meeting.
2. The Management of the Company is responsible for the compliance of Sections 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 and the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 as amended from time to time. My responsibility is only to the extent of making Scrutinizer's Report for ascertaining the votes cast in favour or against for respective resolutions.
3. The Company had availed the remote e- voting facility provided by Central Depository Services (India) Limited ("CDSL"), the agency authorized under the rules and engaged by the Company to provide e- voting facilities for voting through electronic means.

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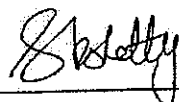
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4. The Shareholders holding equity shares as on the "cut- off date" i.e. September 17<sup>th</sup>, 2018 were entitled to vote on the resolutions proposed in the Notice calling the 55<sup>th</sup> Annual General Meeting of the Company. The remote e- voting commenced on September 20<sup>th</sup>, 2018 (9.00 A.M) and concluded on September 23<sup>rd</sup> 2018 (5.00 P.M).
5. Ballot box which was being kept for the purpose of voting through ballots was locked by me and was opened on closure of the meeting in my presence and in presence of Ms. Ishwari Chavan and Ms. Ankita Bhagat who are not in employment of the Company and all ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company.
6. The Members who have abstained from voting in polling process have been included in Invalid/ Abstain votes.
7. I am submitting herewith a consolidated report on the remote e- voting together with that of voting through ballot process at the venue of the meeting in Annexure 1.
8. The electronic data and all other relevant records relating to the remote e- voting and poll is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairperson considers, approves and signs the minutes of the AGM.
9. All the resolutions as per the results given in Annexure 1 were passed with requisite majority.

Thanking you,

For Sharatkumar K Shetty & Associates,  
Company Secretaries



Sharatkumar Shetty  
Proprietor  
COP no. 18123  
Membership No. A31888  
Place: Mumbai  
Date: 24th September, 2018



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## Annexure 1

Consolidated Report of the Remote E- Voting together with that of Voting through Ballot process at the venue of the meeting

- (a) **Item No.1: Ordinary Resolution** – To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31<sup>st</sup>, 2018 together with the Reports of the Board of Directors' and Auditors' thereon.

### (i) Voted in favour of the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	1	1	0.01%
Number of members voted through ballot	14	16,666,024	99.99%
<b>Total</b>	<b>15</b>	<b>16,666,025</b>	<b>100%</b>

### (ii) Voted against the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	-	-	-
Number of members voted through ballot	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>

### (iii) Invalid/ Abstain Votes:

Mode of Voting	Number of Members voting	Number of shares held
Number of members voted through remote e- voting	-	-
Number of members voted through ballot	2	2
<b>Total</b>	<b>2</b>	<b>2</b>

Based on the aforesaid results, ordinary resolution at Item No. 1 of the Notice dated May 22, 2018 has been passed by the members with requisite majority.

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- (b) **Item No.2: Ordinary Resolution** – To appoint a Director in place of Mr. Narinder Pal Shinh (DIN: 00023160), who retires by rotation and being eligible, offers himself for re-appointment.

(i) **Voted in favour of the resolution:**

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	1	1	0.01%
Number of members voted through ballot	14	16,666,024	99.99%
<b>Total</b>	<b>15</b>	<b>16,666,025</b>	<b>100%</b>

(ii) **Voted against the resolution:**

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	-	-	-
Number of members voted through ballot	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>

(iii) **Invalid/ Abstain Votes:**

Mode of Voting	Number of Members voting	Number of shares held
Number of members voted through remote e- voting	-	-
Number of members voted through ballot	2	2
<b>Total</b>	<b>2</b>	<b>2</b>

Based on the aforesaid results, ordinary resolution at Item No. 2 of the Notice dated May 22, 2018 has been passed by the members with requisite majority.

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- (c) **Item No.3: Ordinary Resolution** – To ratify the remuneration of the Cost Auditor for the financial year ending March 31, 2018.

(i) **Voted in favour of the resolution:**

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	1	1	0.01%
Number of members voted through ballot	14	16,666,024	99.99%
<b>Total</b>	<b>15</b>	<b>16,666,025</b>	<b>100%</b>

(ii) **Voted against the resolution:**

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	-	-	-
Number of members voted through ballot	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>

(iii) **Invalid/ Abstain Votes:**

Mode of Voting	Number of Members voting	Number of shares held
Number of members voted through remote e- voting	-	-
Number of members voted through ballot	2	2
<b>Total</b>	<b>2</b>	<b>2</b>

Based on the aforesaid results, ordinary resolution at Item No. 3 of the Notice dated May 22, 2018 has been passed by the members with requisite majority.

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(d) **Item No. 4: Ordinary Resolution** – To ratify the remuneration of the Cost Auditor for the financial year ending March 31, 2019.

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	1	1	0.01%
Number of members voted through ballot	14	16,666,024	99.99%
<b>Total</b>	<b>15</b>	<b>16,666,025</b>	<b>100%</b>

(ii) Voted against the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	-	-	-
Number of members voted through ballot	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>

(iii) Invalid/ Abstain Votes:

Mode of Voting	Number of Members voting	Number of shares held
Number of members voted through remote e- voting	-	-
Number of members voted through ballot	2	2
<b>Total</b>	<b>2</b>	<b>2</b>

Based on the aforesaid results, ordinary resolution at Item No. 4 of the Notice dated May 22, 2018 has been passed by the members with requisite majority.

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(e) **Item No. 5: Ordinary Resolution** – To appoint Mr. Prakash Vaghela (DIN: 07768595) as an Independent Director.

(i) **Voted in favour of the resolution:**

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	1	1	0.01%
Number of members voted through ballot	14	16,666,024	99.99%
<b>Total</b>	<b>15</b>	<b>16,666,025</b>	<b>100%</b>

(ii) **Voted against of the resolution:**

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	-	-	-
Number of members voted through ballot	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>

(iii) **Invalid/ Abstain votes:**

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	-	-	
Number of members voted through ballot	2	2	
<b>Total</b>	<b>2</b>	<b>2</b>	

Based on the aforesaid results, ordinary resolution at Item No. 5 of the Notice dated May 22, 2018 has been passed by the members with requisite majority.

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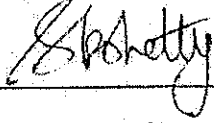
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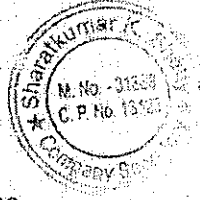
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Thanking you,

For Sharatkumar K Shetty & Associates,  
Company Secretaries



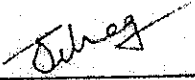
Sharatkumar Shetty  
Proprietor  
COP no. 18123  
Membership No. A31888  
Place: Mumbai  
Date: 24 September, 2018



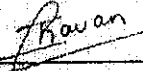
Countersigned by:

Witness 1

Witness 2



Smita Ghag  
Chairperson of 55<sup>th</sup> AGM



Ishwari Chavan



Ankita Bhagat